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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
:  
Debtors. : (Jointly Administered)  
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JOINT STIPULATION AND AGREED ORDER DISALLOWING AND EXPUNGING  
PROOF OF CLAIM NUMBER 1345  
(CARAUSTAR CUSTOM PACKING GROUP, INC.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Caraustar Custom Packing Group, Inc. ("Caraustar") respectfully submit this Joint Stipulation And Agreed Order Disallowing And Expunging Proof Of Claim Number 1345 (Caraustar Custom Packing Group, Inc.) and agree and state as follows:

WHEREAS on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS Caraustar filed proof of claim number 1345 against Delphi on December 28, 2005, which asserts an unsecured non-priority claim in the amount of \$42,056.33 (the "Claim") stemming from the sale of goods to Delphi.

WHEREAS the Debtors objected to the Claim pursuant to the Debtors' Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject to Modification (Docket No. 7301) (the "Eleventh Omnibus Claims Objection"), which was filed on March 16, 2007.

WHEREAS on April 13, 2007, Caraustar filed its Response Of Caraustar Custom Packaging Group, Inc. To Debtors' Eleventh Omnibus Objection To Certain Claims (Docket No. 7660) (the "Response").

WHEREAS Caraustar acknowledges that the Debtors have no outstanding prepetition liability to Caraustar, and the Debtors agree that their books and records reflect a zero balance with respect to the invoices that are the subject of the Claim.

WHEREAS the Debtors and Caraustar agree that the Claim should be disallowed and expunged.

THEREFORE, the Debtors and Caraustar stipulate and agree as follows:

1. The Claim shall be disallowed and expunged in its entirety.
2. Caraustar shall withdraw its Response to the Eleventh Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 18th day of April, 2008

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*/s/Robert D. Drain*  
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

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*/s/ John K. Lyons*

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*/s/ Sarah L. Taub*

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